

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
ORLANDO DIVISION

In re:

IPS WORLDWIDE, LLC

Case No.: 6:19-BK-511-KSJ

Chapter: 11

Debtor

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**DECLARATION OF SCOTT W. SPRADLEY**  
**PURSUANT TO 11 U. S. C. §329(a) AND F. R. B. P. 2014 AND 2016(b)**  
**IN SUPPORT OF THE DEBTOR'S APPLICATION TO EMPLOY**  
**THE LAW OFFICES OF SCOTT W. SPRADLEY, P.A.**

SCOTT W. SPRADLEY submits the following statement in compliance with 11 U. S. C. §329(a) and F. R. B. P. 2014 and 2016 and says:

1. My name is Scott W. Spradley and I am over the age of 18 years old.
2. I am an attorney and counselor at law, and am admitted to practice in the State of Florida and in this Court.
3. The Law Offices of Scott W. Spradley, P. A. ("the Firm") maintains an office for the practice of law at 109 South 5<sup>th</sup> Street, Flagler Beach, Florida 32136. I am the principal of the Firm. I have practiced bankruptcy law as my primary practice for approximately 25 years, including representing clients in Chapter 11 reorganization cases.
4. The Firm has been retained to represent the Debtor in this case. After reasonable inquiry, I am not aware of the existence of any connection the Firm has with any creditor of the Debtor or any other party whose interests may be adverse to the Debtor. Moreover, I am not aware of any conflict of interest of any kind that exists or which may exist that would prevent the Firm from representing the Debtor in this case.
5. Prior to the commencement of this case, the Debtor paid the Firm the sum of

\$51,717.00, of which \$5000 is for prepetition fees for preparation of this case; \$45,000.00 is the post-petition retainer for this case; and of which \$1,717.00 is intended to constitute the Chapter 11 court filing fee. The Firm shall bill the debtor monthly at the rate of \$300 per hour and will withdraw the billed amount from the trust account subject to review and disgorgement by the Bankruptcy Court, should this retention be approved.

6. Except as set forth above, the Firm does not:
  - (a) represent the Debtor in any matters other than this case;
  - (b) hold a direct or indirect equity interest in the Debtor, including stock, stock warrants, a partnership interest in a debtor's partnership or has a right to acquire such an interest;
  - (c) serve nor has it served as an officer, director, limited partner, general partner or employee of the Debtor within two years before the petition filing;
  - (d) control the Debtor or is a relative of an officer, director, general partner, limited partner or other person in control of the Debtor;
  - (e) serve nor has it served as an officer, director, or employee of a financial advisor which has been engaged by the Debtor in connection with the offer, sale, or issuance of a security of the debtor within two years before the filing of the petition;
  - (f) represent nor has it represented a financial advisor of the Debtor in connection with the offer, sale, or issuance of a security of the Debtor within three years before the filing of the petition;
  - (g) presently represent a creditor, general partner, limited partner, lessor, lessee, party to an executory contract of the Debtor, or person otherwise adverse or potentially adverse to the Debtor or the estate, on any matter, whether such representation is related or unrelated to the Debtor or the estate;

(h) nor has it previously represented a creditor, equity security holder, lessor, lessee, party to an executory contract, or person who is otherwise adverse or potentially adverse to the Debtor or the estate, on any matter substantially related to the bankruptcy case;

(i) represent an insider of the Debtor or any affiliate of the Debtor;

(j) have any other connection with the Debtor, creditors, or any other parties in interest, direct or indirect, or their respective attorneys and accountants, which may be affected by the proposed representation;

(k) have any connection with the United States trustee or any person employed in the office of the United States trustee;

(l) have any other interest, direct or indirect, which may be affected by the proposed representation.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated this 28<sup>th</sup> day of January, 2019.

/s/Scott W. Spradley  
SCOTT W. SPRADLEY